



**STATE OF NEW JERSEY**  
**Board of Public Utilities**  
**Two Gateway Center**  
**Newark, NJ 07102**  
**www.bpu.state.nj.us**

IN THE MATTER OF THE PETITION OF	)	<u>DIVISION OF WATER</u>
UNITED WATER NEW JERSEY, UNITED WATER	)	
TOMS RIVER, UNITED WATER LAMBERTVILLE,	)	<u>PREHEARING ORDER</u>
UNITED WATER MID-ATLANTIC AND GAZ de FRANCE	)	
FOR APPROVAL AS NEED FOR A CHANGE IN	)	DOCKET NO. WM06110767
OWNERSHIP AND CONTROL	)	

SERVICE LIST ATTACHED

BY THE BOARD:

**BACKGROUND**

**1. NATURE OF PROCEEDINGS AND ISSUES TO BE RESOLVED:**

The above-captioned matter concerns a petition submitted on behalf of the New Jersey regulated utility subsidiaries of United Water Resources (that is, United Water New Jersey, United Water Toms River, United Water Lambertville, and the regulated entities owned by United Water Mid-Atlantic), together with Gaz de France, requesting the Board of Public Utilities' approval for a change in ownership and control pursuant to N.J.S.A. 48:2-51.1 with regard to the merger of Gaz de France and Suez, the ultimate parent corporation of United Water Resources. Pursuant to N.J.A.C. 1:1-13.1, a prehearing conference regarding the above-referenced matter was held on March 30, 2007. In attendance were representatives of United Water and its counsel (hereinafter referred to as the "Company"), the Division of Rate Counsel (hereinafter referred to as "Rate Counsel"), and the Staff of the Board of Public Utilities (hereinafter referred to as "Board Staff"), as well as counsel for the Board. Upon consideration of the positions put forth by all parties in attendance, Board Staff makes, and the Board adopts, the following recommendations as to the prehearing requirements set out in the regulations.

## **2. PARTIES AND ATTORNEYS OR REPRESENTATIVES**

### **For Petitioners**

Walton Hill, Esq., Vice President,  
Regulatory Business  
United Water  
Management Services  
200 Old Hook Road  
Harrington Park, NJ 07640

Steven B. Genzer, Esq.  
Mark Mucci, Esq.  
Colleen Foley, Esq.  
Saul Ewing LLP  
One Riverfront Plaza  
Newark NJ 07102

### **For the Division of Rate Counsel**

Paul Flanagan, Esq.  
Debra F. Robinson, Esq.  
Division of Rate Counsel  
31 Clinton Street, 11<sup>th</sup> Floor  
P.O. Box 46005  
Newark, NJ 07101

### **For Board of Public Utilities Staff**

Arlene Pasko, DAG  
Alex Moreau, DAG  
Division of Law  
124 Halsey Street, 5<sup>th</sup> Floor  
Newark, NJ 07101

### **Board of Public Utilities Staff Members**

Mark Beyer, Chief Economist, Econ.  
Robert W. Wojciak, Econ.  
Mike Tavani, Econ.  
Christine Lin, Econ.  
Maria Moran, Bureau Chief, Division of Water  
Rupal Patel, Division of Water  
New Jersey Board of Public Utilities  
Two Gateway Center  
Newark, NJ 07102

**3. SPECIAL LEGAL REQUIREMENTS AS TO NOTICE OF HEARING:**

One public hearing is scheduled to be held on or about May 15, 2007, at a time and location to be announced. A draft notice is to be circulated to the parties by the petitioners.

**4. SCHEDULE OF HEARING DATES, TIME AND PLACE:**

Hearings will be held on June 11, 12, and 13, 2007, before Commissioner Christine V. Bator. Hearings will commence at 10:00 a.m. in the 8<sup>th</sup> Floor hearing room of the Board of Public Utilities, Two Gateway Center, Newark, New Jersey.

**5. STIPULATIONS:**

None.

**6. SETTLEMENT:**

Settlement conference(s) among the parties are encouraged and may be convened at the convenience of the parties without prior approval or knowledge of the Board.

**7. AMENDMENTS TO PLEADINGS:**

The petition submitted by the Company will be updated to account for the expedited timing of the transaction. The Company shall also provide all outstanding exhibits to their testimony that have not yet been supplied as the information to complete them becomes available.

**8. CASE EVENTS AND DATE FOR COMPLETION:**

The Board has carefully considered the scheduling proposals set forth on in informal basis by the parties in attendance at the Prehearing Conference of March 30, 2007. Based upon those submissions, as well as the needs of the Board, the following schedule has been set:

Prehearing conference	March 30, 2007
Public notice	TBA
Petitioner's prefiled testimony	Direct testimony to be filed on or before April 24, 2007
Last date for discovery requests on Petitioner's prefiled testimony*	April 30, 2007
Last date for responses to discovery requests on Petitioner's prefiled testimony	May 11, 2007
Reply prefiled testimony	May 25, 2007

Last date for discovery requests on reply prefiled testimony	May 30, 2007
Last date for responses to discovery requests on reply prefiled testimony	June 8, 2007
Petitioner's prefiled rebuttal testimony	N/A. Upon agreement of the parties, Petitioner will provide oral rebuttal testimony at the hearing
Last date for discovery requests on rebuttal testimony	N/A. See above.
Last date for discovery responses on rebuttal testimony	N/A. See above.
Public Hearing	On or about May 15, 2007
Evidentiary Hearings	June 11, 12, 13, 2007
Initial Briefs	To be scheduled upon conclusion of the hearing.
Reply Briefs	To be scheduled upon conclusion of the hearing.
Board Decision	Expected forty-five (45) days after reply briefs are filed.

\*Discovery may commence immediately

**9. ORDER OF PROOFS:**

1. Petitioner
2. Ratepayer Advocate
3. Others (if necessary)
4. Board Staff

**10. EXHIBITS MARKED FOR IDENTIFICATION:**

None at this time.

**11. EXHIBITS MARKED IN EVIDENCE:**

None at this time.

**12. ESTIMATED NUMBER OF FACT AND EXPERT WITNESSES:**

Petitioner	2 (approximately)
Ratepayer Advocate	1 (approximately)
Board Staff	None contemplated at this time.

**13. MOTIONS CONTEMPLATED, PENDING OR GRANTED:**

None.

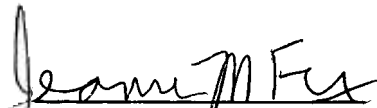
**14. OTHER SPECIAL MATTERS:**

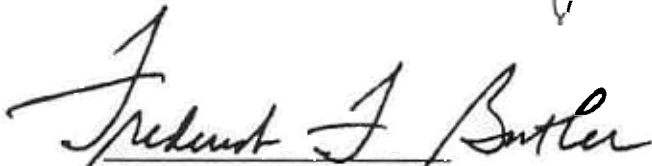
None.

Therefore, upon consideration of the forgoing, the Board HEREBY ISSUES this prehearing order. The Board FURTHER ORDERS that Commissioner Bator, as the presiding Commissioner, is HEREBY AUTHORIZED to modify the schedule set by this Order without the need for full Board approval, subject to subsequent Board ratification.

DATED: 5/15/07

BOARD OF PUBLIC UTILITIES  
BY:

  
JEANNE M. FOX  
PRESIDENT

  
FREDERICK F. BUTLER  
COMMISSIONER

  
CONNIE O. HUGHES  
COMMISSIONER

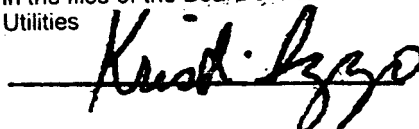
  
JOSEPH L. FIORDALISO  
COMMISSIONER

  
CHRISTINE V. BATOR  
COMMISSIONER

ATTEST:

  
KRISTI IZZO  
SECRETARY

I HEREBY CERTIFY that the within  
document is a true copy of the original  
in the files of the Board of Public  
Utilities



## SERVICE LIST

**In the Matter of the Petition of United Water New Jersey, United Water Toms River,  
United Water Lambertville, United Water Mid-Atlantic and Gaz De France for Approval as  
Need for a Change In Ownership and Control**

### **Docket No. WF06110767**

Mark Beyer Board of Public Utilities Two Gateway Center Newark, NJ 07102	Arlene Pasko, DAG Division of Law 124 Halsey Street, 5 <sup>th</sup> Floor Newark, NJ 07101	Walton Hill, Vice President Regulatory Business United Water Management Service 200 Old Hook Road Harrington Park, NJ 07640
Robert Wojciak Board of Public Utilities Two Gateway Center Newark, NJ 07102	Alex Moreau, DAG Division of Law 124 Halsey Street, 5 <sup>th</sup> Floor Newark, NJ 07101	
Michael Tavani Board of Public Utilities Two Gateway Center Newark, NJ 07102		Steven B. Genzer, Esq. Saul Ewing, LLP One Riverfront Plaza, 5 <sup>th</sup> Floor Newark, NJ 07102
Christine Lin Board of Public Utilities Two Gateway Center Newark, NJ 07102	Paul Flanagan, Esq. Division of Rate Counsel 31 Clinton Street, 11 <sup>th</sup> Floor P.O. Box 46005 Newark, NJ 07101	Mark Mucci, Esq. Saul Ewing, LLP One Riverfront Plaza, 5 <sup>th</sup> Floor Newark, NJ 07102
Maria Moran Board of Public Utilities Two Gateway Center Newark, NJ 07102	Debra Robinson, Esq. Division of Rate Counsel 31 Clinton Street, 11 <sup>th</sup> Floor P.O. Box 46005 Newark, NJ 07101	Colleen Foley, Esq. Saul Ewing, LLP One Riverfront Plaza, 5 <sup>th</sup> Floor Newark, NJ 07102
Rupal Patel Board of Public Utilities Two Gateway Center Newark, NJ 07102		

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